

# **EXHIBIT 1**

**REVISED REDACTED  
VERSION OF DOCUMENT  
SOUGHT TO BE SEALED**

## **EXHIBIT 3**

**FILED UNDER SEAL**

**MINUTES OF MEETING  
BOARD OF DIRECTORS  
UBER TECHNOLOGIES, INC.**

**May 22, 2017**

The Board of Directors (the “**Board**”) of Uber Technologies, Inc., a Delaware corporation (the “**Company**”), held a meeting on May 22, 2017 at 10:10 a.m. at the Company’s headquarters at 1455 Market Street, 4<sup>th</sup> Floor, in San Francisco, California, pursuant to notice duly given in accordance with the Bylaws of the Company.

Present at the meeting were David Bonderman (by telephone), Garrett Camp (by telephone), Ryan Graves, the Company’s Senior Vice President Operations, Bill Gurley (by telephone), Arianna Huffington (by telephone), Yasir Al Rumayyan (by telephone) and Travis Kalanick, the Company’s Chief Executive Officer, constituting all of the voting directors and a quorum for the conduct of business. David Plouffe was absent from the meeting. Also present were Gautam Gupta, the Company’s Acting Chief Financial Officer, Salle Yoo, the Company’s Chief Legal Officer, General Counsel and Secretary, and Susan Muck of Fenwick & West LLP, outside legal counsel to the Company. All participants could hear and be heard by one another. Mr. Kalanick chaired the meeting, and called the meeting to order. Ms. Muck acted as secretary of the meeting and kept the minutes.

1. [REDACTED]

Mr. Kalanick then led a discussion regarding [REDACTED] among other things, [REDACTED]

[REDACTED] The Board had a lengthy discussion regarding the [REDACTED] during which each member of the Board contributed. After such discussion, the Board unanimously approved the resolutions attached hereto as Annex A.

2. **Update on Driver Terms of Service and Additional NYC Driver Payments**

**Redacted**

3. **Adjournment**

The meeting was adjourned at approximately 11:30 a.m.

---

Susan S. Muck  
Secretary of the Meeting

**ANNEX A**

**RESOLUTIONS  
OF THE BOARD OF DIRECTORS (the “*Board*”)  
OF UBER TECHNOLOGIES, INC. (the “*Company*”)  
(a Delaware corporation)**

**May 22, 2017**

---

1. [REDACTED]

[REDACTED]

NOW, THEREFORE, BE IT RESOLVED, by the Board, pursuant to its authority under its Restated Certificate of Incorporation, Bylaws and the Delaware General Corporation Law, that

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

RESOLVED FURTHER, [REDACTED]

[REDACTED] Any non-management member of the Board may request to

[REDACTED] Upon such a request,

RESOLVED FURTHER, [REDACTED]

28910/00600/FW/9605743.1

RESOLVED FURTHER, the Board hereby [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

RESOLVED FURTHER,

in

RESOLVED FURTHER, that the Board hereby directs and authorizes all employees, officers, directors, agents and advisers of the Company [REDACTED]

RESOLVED FURTHER, that the Company shall [REDACTED]

RESOLVED FURTHER,

RESOLVED FURTHER,

[REDACTED]

**2. Ratification**

RESOLVED, that the Board hereby ratifies, confirms, approves and adopts all actions previously taken by officers of the Company (and the officers or managers of its subsidiaries, as applicable) with respect to the subject matter of the foregoing resolutions, and any actions necessary to effect the transactions contemplated by the foregoing resolutions.

**3. Omnibus Resolution**

RESOLVED, that the officers of the Company, and each of them with full authority to act without the others, are hereby authorized to do all things necessary or desirable, in their sole discretion, to carry out the intent of the foregoing resolutions.

28910/00600/FW/9605743.1